

GREENBRIER **LEASING COMPANY LLC**

Greenbrier Leasing Company LLC

One Centerpointe Drive Suite 200
Lake Oswego Oregon 97035
503 684 7000 Fax 503 684 7553

July 5, 2011

RECORDS 27830-M

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SURFACE TRANSPORTATION BOARD

VIA FEDERAL EXPRESS

Chief
Section of Administration
Office of Proceedings
Surface Transportation Board
395 E Street, S.W.
Washington, D.C. 20423

Dear Section Chief:

Enclosed for recordation pursuant to the provisions of 49 U.S.C. Section 11301 are three (3) originals and two (2) photocopies of a Memorandum of Lease Agreement dated as of January 1, 2011 for Schedule No. 11 dated as of January 1, 2011; a secondary document as defined in the Rules for the Recordation of Documents, 49 C.F.R. Section 1177. Also enclosed is a check for \$41 payable to the order of the Surface Transportation Board covering the required recordation fee.

This document relates to the Lease Agreement dated October 1, 2008, which was duly filed and recorded on March 11, 2009 and assigned Recordation Number 27830.

The names and addresses of the parties to the enclosed document are:

Lessor: Greenbrier Leasing Company LLC
One Centerpointe Drive, Suite 200
Lake Oswego, Oregon 97035

Lessee: Wedron Silica Company
3450 East 2056th Road
Wedron, Illinois 60557

A description of the railroad equipment covered by the enclosed document is:

Two hundred fifty (250) covered hopper railcars marked and numbered AOKX 493600 through AOKX 493849, inclusive.

Please return stamped copies of the enclosed document not needed for your files to the undersigned.

Section Chief
Surface Transportation Board
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A short summary of the enclosed document to appear in the Board's Index is:

Memorandum of Lease Agreement dated as of January 1, 2011 for Schedule
No. 11.

If you have any questions, please do not hesitate to call.

Sincerely,

A handwritten signature in black ink, appearing to read "Sheri Grether". The signature is fluid and cursive, with the first name "Sheri" and last name "Grether" clearly distinguishable.

Sheri Clarke Grether
Paralegal

SCG:ms
Enclosures

cc: Robert W. Alvord, Esq.

MEMORANDUM OF LEASE AGREEMENT
BETWEEN
GREENBRIER LEASING COMPANY LLC ("LESSOR")
AND
WEDRON SILICA COMPANY ("LESSEE")
OCTOBER 1, 2008
SCHEDULE NO. 11
JANUARY 1, 2011

This Memorandum of a Lease Agreement and Schedule No. 11 thereto is made and entered into as of January 1, 2011 by and between Greenbrier Leasing Company LLC, an Oregon limited liability company ("Lessor") and Wedron Silica Company, an Ohio corporation ("Lessee").

WITNESSETH:

1. Lessor has agreed to furnish to Lessee, and the Lessee has agreed to lease from Lessor two hundred fifty (250) newly built 3,250 cubic foot capacity cement covered hopper railcars with three 30-inch circular loading hatches and two Miner MKE 10513 13-inch by 42-inch low-profile discharge gates, 286,000 lbs. GRL, bearing reporting marks and numbers as listed on Exhibit A hereto.
2. The Lease Agreement shall be effective as of the date first set forth hereinabove and shall be subject to the lease term, as described in the Lease Agreement and Schedule No. 11, as each may be amended from time to time.

IN WITNESS WHEREOF, the parties hereto have caused this instrument to be signed by their respective officers as of the date and year first above written.

LESSOR:

GREENBRIER LEASING COMPANY LLC

BY: 

NAME: 

TITLE: President

LESSEE:

WEDRON SILICA COMPANY

BY: 

NAME: Stephen King

TITLE: VP Sales & Leasing

STATE OF OREGON)
) ss.
COUNTY OF CLACKAMAS)

On this 27th day of June, 2011, before me personally appeared James T. Sharp, to me personally known, who being by me duly sworn, says that ~~s/he~~ is the President of Greenbrier Leasing Company LLC and that the foregoing instrument was signed on behalf of said company, and ~~s/he~~ acknowledged that the execution of the said instrument was ~~her~~ his free act and deed.



Sheri Clarke Grether
NOTARY PUBLIC
My commission expires: November 8, 2013

STATE OF Illinois)
) ss.
COUNTY OF LaSalle)

On this 16th day of June, 2011, before me personally appeared Stephen King, to me personally known, who being by me duly sworn, says that s/he is the VPS Systems/Logistics of Wedron Silica Company and that the foregoing instrument was signed on behalf of said company, and s/he acknowledged that the execution of the said instrument was her or his free act and deed.



Amy King
NOTARY PUBLIC
My commission expires: 1-20-14

EXHIBIT A

AOKX 493600 through AOKX 493849, inclusive